

KAREN BRINKMANN PLLC
555 Eleventh Street, NW
Suite 1010
Washington, DC 20004-1304

June 20, 2011

Via Electronic Filing

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Re: Applications filed by Qwest Communications International Inc. and
CenturyTel, Inc. d/b/a CenturyLink for Consent to Transfer of Control –
WC Docket No. 10-110 – Notice of *Ex Parte* Communication

Dear Ms. Dortch:

On Thursday, June 16, 2011, I met with Bill Dever, Carol Simpson, Alex Johns and Pam Megna of the Commission's Wireline Competition Bureau concerning the conditions imposed by the Commission in its Memorandum Opinion and Order (FCC 11-47) in the above-captioned proceeding (the "*Merger Order*"). CenturyLink employees Carolyn Hammock and Candace Mowers also participated in the meeting via telephone.

The purpose of the meeting was to discuss the buildings listed in Attachment 2, Appendix C, to the *Merger Order* as locations where Qwest and CenturyLink were said to have overlapping retail special access business as of the close of the merger. The purpose of commitment III (set forth in Appendix C of the *Merger Order*) was to ensure that no retail enterprise customer of CenturyLink or Qwest could be harmed by an increase for special access service because of the merger of two of the providers in those buildings. *Merger Order* paras. 16-17. CenturyLink since has identified seven buildings on this list that are central offices of Qwest's local exchange network, and at which no competitive provider serves any retail customers. CenturyLink raised the question whether these buildings should not have been included in Attachment 2 to Appendix C, nor covered by commitment III of Appendix C, in keeping with the purpose of this condition.

CenturyLink provided photos of the seven buildings in question, copies of which are enclosed. CenturyLink also answered questions about the use of these buildings as central offices and, in the case of two buildings, as administrative offices, the company's plans to keep these buildings for administrative and central office use, and the presence of unaffiliated fiber-based collocated competitors in these buildings (but not the names of

Marlene H. Dortch, Secretary
June 20, 2011

individual competitors). The FCC staff asked for some additional information, which CenturyLink intends to file under the Protective Order in this proceeding.

The *Merger Order* has become a final, non-reviewable order. See 47 C.F.R. §1.1206(a). Nevertheless, out of an abundance of caution, CenturyLink files this notice in the relevant docket, and provides copies to the staff who attended the meeting. Please direct any questions concerning this matter to me.

Very truly yours,

/s/ Karen Brinkmann
Karen Brinkmann
Counsel for CenturyLink

Enclosures

cc: William Dever
Carol Simpson
Alexis Johns
Pamela Megna